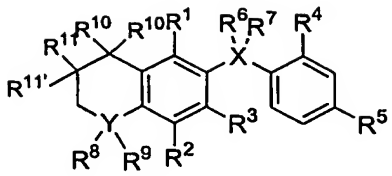
What is claimed is:

1. A compound of formula I:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, a C_2-C_3 akynyl, optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 alkenyl optionally substituted with one or more fluorines, a C_2 akynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2- akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoroalkenyl, or a C_2 akynyl;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, C_2-C_{10} alkenyl optionally substituted with one or more halogens, C_2-C_{10} akynyl optionally substituted with one or more halogens, a C_1-C_{10}

alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, a C_2-C_{10} thioalkenyl optionally substituted with one or more halogens, C_2-C_{10} thioakynyl optionally substituted with one or more halogens, a $NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^6 and R^7 are each independently selected from H, a halogen, a C_1-C_{12} alkyl optionally substituted with one or more R^{19} , a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} akynyl optionally substituted with one or more R^{19}, a C_1-C_{12} alkoxy optionally substituted with one or more R^{19}, a C_1-C_{12} thioalkyl optionally substituted with one or more R^{19} , a C_2-C_{12} thioalkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} thioakynyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$, a $NHC(O)R^{18}$ and null; or R^6 and R^7 taken together form an O, S, NH or CH_2;

R^8 and R^9 are each independently selected from H, halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three to five-membered optionally substituted carbocyclic ring;

each R^{10} is independently selected from H, a halogen, and a methyl optionally substituted with one or more halogens;

R^{11} and $R^{11'}$ are each independently selected from H, a halogen and OH; or R^{11} and $R^{11'}$ taken together form an O;

R^{12} and R^{13} are each independently a C_1-C_3 alkyl, optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently selected from a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, and C_2 akynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_1-C_{12} alkyl optionally substituted with one or more R^{19}, a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, C_2-C_{12} akynyl optionally substituted with one or more R^{19}, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}; or R^{16} and R^{17} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{18} is selected from a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_{10} akynyl optionally substituted with one or more halogens, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19};

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, C_2-C_4

akynyl, optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted with one or more halogens, a C_2-C_3 thioalkenyl optionally substituted with one or more halogens, a C_2-C_3 thioakynyl optionally substituted with one or more halogens, a formyl and a nitro;

X and Y are each independently selected from O, S, N and C;

wherein:

if X is O or S, then each of R^6 and R^7 is null;

if X is N, then one of R^6 and R^7 is null;

if Y is O or S, then each of R^8 and R^9 is null; and

if Y is N, then one of R^8 and R^9 is null.

2. The compound of claim 1, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a C_1-C_2thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S; and

R^6 and R^7 are each independently selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more R^{19}, a C_1-C_2 alkoxy optionally substituted with one or more R^{19}, a C_1-C_2 thioalkyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$ and a $NHC(O)R^{18}$; or R^6 and R^7 taken together form an O, S, NH or CH_2.

3. The compound of claim 2, wherein:

R^{10} is H or halogen;

R^{11} and $R^{11'}$ are each independently selected from H and a halogen; or R^{11} and $R^{11'}$ taken together form an O;

R^{12} and R^{13} are each independently selected from a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, a C_2-C_3 akynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_2-C_4 alkyl optionally substituted with one or more R^{19}, a five to six membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}.

4. The compound of claim 3, wherein:

X is C or N.

5. The compound of claim 3, wherein:

X is O or S.

6. The compound of any one of claims 4 and 5, wherein:

Y is C or N.

7. The compound of any one of claims 4 and 5, wherein:

Y is O or S.

8. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 1.

9. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 2.

10. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 3.

11. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 4.

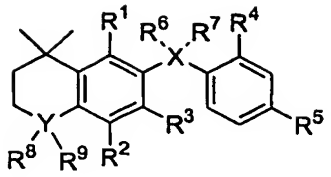
12. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 5.

13. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 6.

14. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 7.

15. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 11.

16. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 2.
17. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 3.
18. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 4.
19. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 5.
20. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 6.
21. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 7.
22. The method according to any one of claims 15-21, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of: syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.
23. A compound of formula II:



II

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, a C_2-C_3 akynyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 thioalkenyl optionally substituted with one or more fluorines, a C_2 akynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2 akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoralkenyl, or a C_2 fluoroakynyl,;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_6 akynyl optionally substituted with one or more halogens, a C_1-C_{10} alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, a C_2-C_{10} thioalkenyl optionally substituted with one or more halogens, a C_2-C_{10} thioakynyl optionally substituted with one or more

halogens, a $NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^6 and R^7 are each independently selected from H, a halogen, a C_1-C_{12} alkyl optionally substituted with one or more R^{19}, a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} akynyl optionally substituted with one or more R^{19}, a C_1-C_{12} alkoxy optionally substituted with one or more R^{19}, a C_1-C_{12} thioalkyl optionally substituted with one or more R^{19}, a C_2-C_{12} thioalkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} thioakynyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$, a $NHC(O)R^{18}$ and null; or R_6 and R_7 taken together form an O, S, NH or CH_2;

R^8 and R^9 are each independently selected from H, halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or a C_2 akynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_1-C_{12} alkyl optionally substituted with one or more R^{19}, a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} akynyl optionally substituted with one or more R^{19}, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}; or R^{16} and R^{17} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{18} is selected from a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_{10} akynyl optionally substituted with one or more halogens, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19};

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, a C_2-C_4 akynyl optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted with one or more halogens, a C_2-C_3 thioalkenyl optionally substituted with one or more halogens, a C_2-C_3 thioakynyl, optionally substituted with one or more halogens, a formyl and a nitro;

X and Y are each independently selected from O, S, N and C;

wherein:

if X is O or S, then each of R^6 and R^7 is null;

if X is N, then one of R^6 and R^7 is null;

if Y is O or S, then each of R^8 and R^9 is null; and

if Y is N, then one of R^8 and R^9 is null.

24. The compound of claim 23, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a C_1-C_2 thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S; and

R^6 and R^7 are each independently selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more R^{19}, a C_1-C_2 alkoxy optionally substituted with one or more R^{19}, a C_1-C_2 thioalkyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$ and a $NHC(O)R^{18}$; or R^6 and R^7 taken together form an O, S, NH or CH_2.

25. The compound of claim 24, wherein:

R^{12} and R^{13} are each independently a C_1-C_3 alkyl C_2-C_6 alkenyl, C_2-C_6 akynyl, optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_2-C_4 alkyl optionally substituted with one or more R^{19}, and a five to six membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}.

26. The compound of claim 25, wherein:

X is C or N.

27. The compound of claim 25, wherein:

X is O or S.

28. The compound of any one of claims 26 and 27, wherein:

Y is C or N.

29. The compound of any one of claims 26 and 27, wherein:

Y is O or S.

30. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 23.

31. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 24.

32. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 25.

33. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 26.

34. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 27.

35. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 28.

36. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound according to claim 29.

37. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 23.

38. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 24.

39. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 25.

40. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 26.

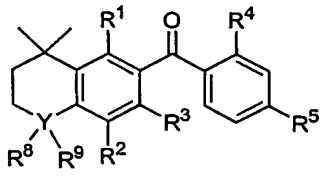
41. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 27.

42. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 28.

43. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 29.

44. The method according to any one of claims **37-43**, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of: syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.

45. A compound of formula III:



III

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, C_2-C_3 akynyl optionally substituted with one or more fluorines, a C_1-C_2

alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, a C_2-C_6 thioalkenyl optionally substituted with one or more fluorines, aC_2-C_6 thioakynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2 akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoroalkenyl, or C_2 fluoroakynyl;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, C_2-C_{10} alkenyl optionally substituted with one or more halogens, C_2-C_{10} akynyl optionally substituted with one or more halogens, a C_1-C_{10} alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, C_2-C_{10} thioalkenyl optionally substituted with one or more halogens, C_2-C_{10} thioakynyl optionally substituted with one or more halogens, a $NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^8 and R^9 are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or a C_2 akynyl optionally substituted with one or more halogens;

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, a C_2-C_4 akynyl, optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted with one or more halogens, a C_2-C_6 thioalkenyl optionally substituted with one or more halogens, a C_2-C_6 thioakynyl optionally substituted with one or more halogens, a formyl and a nitro;

Y is selected from O, S, N and C;

wherein:

if Y is O or S, then each of R^8 and R^9 is null; and

if Y is N, then one of R^8 and R^9 is null.

46. The compound of claim 45, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a C_1-C_2 thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or a $C(R^{5'})(R^{5''})(COOH)$; and

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S.

47. The compound of claim 46, wherein:

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens.

48. The compound of claim 47, wherein:

Y is C or N.

49. The compound of claims 47 wherein:

Y is O or S.

50. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 45.

51. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 46.

52. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 47.

53. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 48.

54. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 49.

55. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 45.

56. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 46.

57. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 47.

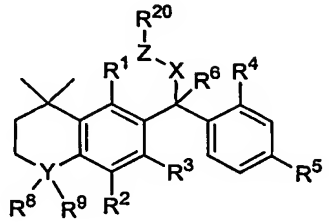
58. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 48.

59. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 49.

60. The method according to any one of claims 55-59, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of:

syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.

61. A compound of formula IV:



IV

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, a C_2-C_3 akynyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 thioalkenyl optionally substituted with one or more fluorines, a C_2 thioakynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2 akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoroalkenyl, or C_2 fluoroakynyl;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, C_2-C_{10} akynyl optionally substituted with one or more halogens, a C_1-C_{10}

alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, a C_2-C_{10} thioalkenyl optionally substituted with one or more halogens, a C_2-C_{10} thioakynyl optionally substituted with one or more halogens, a $NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^6 is selected from H, a halogen, a C_1-C_{12} alkyl optionally substituted with one or more R^{19}, a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} akynyl optionally substituted with one or more R^{19}, a C_1-C_{12} alkoxy optionally substituted with one or more R^{19}, a C_1-C_{12} thioalkyl optionally substituted with one or more R^{19}, a C_2-C_{12} thioalkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} thioakynyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$, a $NHC(O)R^{18}$ and null;

R^8 and R^9 are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken

together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or a C_2 akynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_1-C_{12} alkyl optionally substituted with one or more R^{19}, a C_2-C_{12} alkenyl optionally substituted with one or more R^{19}, a C_2-C_{12} akynyl optionally substituted with one or more R^{19}, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}; or R^{16} and R^{17} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{18} is selected from a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_6 akynyl optionally substituted with one or more halogens, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19};

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, a C_2-C_4 akynyl optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted with one or more halogens, a C_2-C_3 thioalkenyl optionally substituted with one or more halogens, a C_2-C_3 thioakynyl, optionally substituted with one or more halogens, a formyl and a nitro;

R^{20} is selected from a C_4-C_5 alkyl optionally substituted with one or more halogens, a C_4-C_5 alkenyl optionally substituted with one or more halogens, a C_4-C_4 akynyl optionally substituted with one or more halogens, a phenyl optionally substituted with one or more fluorines, a thienyl optionally substituted with one or more fluorines, and a benzyl optionally substituted with one or more R^{19};

X is selected from O and NH;

Y is selected from O, S, N, and C; and

Z is selected from CH_2, NH, and phenylene;

wherein:

if Y is O or S, then each of R^8 and R^9 is null; and

if Y is N, then one of R^8 and R^9 is null.

62. The compound of claim 61, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a fully saturated C_1-C_2 thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S; and

R^6 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more R^{19}, a C_1-C_2 alkoxy optionally substituted with one or more R^{19}, a C_1-C_2 thioalkyl optionally substituted with one or more R^{19}, a $NR^{16}R^{17}$ and a $NHC(O)R^{18}$.

63. The compound of claim 62, wherein:

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, a C_2-C_3 akynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_2-C_4 alkyl optionally substituted with one or more R^{19}, a five to six membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19}.

64. The compound of claim 63, wherein:

X is O.

65. The compound of claim 63, wherein:

X is NH.

66. The compound of any one of claims 64 and 65, wherein:

Y is C or N.

67. The compound of any one of claims 64 and 65, wherein:

Y is O or S.

68. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 61.

69. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 62.

70. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 63.

71. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 64.

72. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 65.

73. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 66.

74. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 67.

75. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 61.

76. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 62.

77. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 63.

78. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 64.

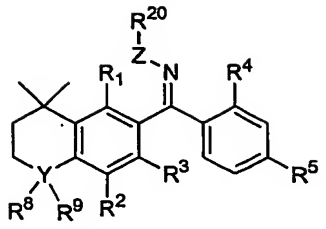
79. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 65.

80. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 66.

81. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 67.

82. The method according to any one of claims 75-81, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of: syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.

83. A compound of formula V:



V

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, a C_2-C_3 akynyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 thioalkenyl optionally substituted with one or more fluorines, a C_2 thioakynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2 akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoroalkenyl, or a C_2 fluoroakynyl;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, C_2-C_{10} akynyl optionally substituted with one or more halogens, a C_1-C_{10} alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_{10} akynyl optionally substituted with one or more halogens, a

$NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^8 and R^9 are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or C_2 akynyl optionally substituted with one or more halogens;

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, or a C_2-C_4 akynyl optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted

with one or more halogens, a C_2-C_3 thioalkenyl optionally substituted with one or more halogens, a C_2-C_3 thioakynyl, optionally substituted with one or more halogens, a formyl and a nitro;

R^{20} is selected from a C_4-C_5 alkyl optionally substituted with one or more halogens a C_4-C_5 alkenyl optionally substituted with one or more halogens, a C_4-C_5 akynyl optionally substituted with one or more halogens optionally substituted with one or more halogens, a phenyl optionally substituted with one or more fluorines, a thienyl optionally substituted with one or more fluorines, and a benzyl optionally substituted with one or more R^{19};

Y is selected from O, S, N, and C; and

Z is selected from CH_2, NH, and phenylene;

wherein:

if Y is O or S, then each of R^8 and R^9 is null; and

if Y is N, then one of R^8 and R^9 is null.

84. The compound of claim 83, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a C_1-C_2 thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or a $C(R^{5'})(R^{5''})(COOH)$; and

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S.

85. The compound of claim 84, wherein:

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens;

86. The compound of claim 85, wherein:

Y is C or N.

87. The compound claim 85, wherein:

Y is O or S.

88. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 83.

89. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 84.

90. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 85.

91. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 86.

92. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 87.

93. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 83.

94. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 84.

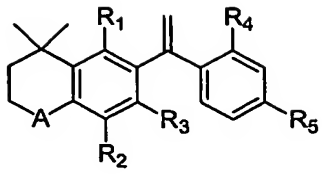
95. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 85.

96. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 86.

97. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 87.

98. The method according to any one of claims **93-97**, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of: syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.

99. A compound of formula VI:



VI

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,

wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, a $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C_1-C_3 alkyl optionally substituted with one or more fluorines, a C_2-C_3 alkenyl optionally substituted with one or more fluorines, a C_2-C_3 akynyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines C_2 thioalkenyl optionally substituted with one or more fluorines, a C_2 thioakynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1-C_2 alkyl, a C_2 alkenyl, a C_2 akynyl, a C_1-C_2 fluoroalkyl, a C_2 fluoroalkenyl, or a C_2 fluoroakynyl,;

R^3 is selected from H, a halogen, a nitro, a C_1-C_{10} alkyl optionally substituted with one or more halogens, a C_2-C_{10} alkenyl optionally substituted with one or more halogens, a C_2-C_{10} akynyl, optionally substituted with one or more halogens, a C_1-C_{10} alkoxy optionally substituted with one or more halogens, a C_1-C_{10} thioalkyl optionally substituted with one or more halogens, a C_2-C_{10} thioalkenyl optionally substituted with one or more halogens, a C_2-C_{10} thioakynyl optionally substituted with one or more

halogens, a $NR^{14}R^{15}$, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH, CHO, COOH, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^{12} and R^{13} are each independently a C_1-C_3 alkyl optionally substituted with one or more halogens, a C_2-C_3 alkenyl optionally substituted with one or more halogens, or a C_2-C_3 akynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or a C_2 akynyl, optionally substituted with one or more halogens;

R^{19} is selected from a halogen, a C_1-C_4 alkyl optionally substituted with one or more fluorines, a C_2-C_4 alkenyl optionally substituted with one or more fluorines, a C_2-C_4 akynyl optionally substituted with one or more fluorines, a C_1-C_4 alkoxy optionally substituted with one or more halogens, a C_1-C_3 thioalkyl optionally substituted with one or more halogens, a C_2-C_3 thioalkenyl optionally substituted with one or more halogens, a C_2-C_3 thioakynyl optionally substituted with one or more halogens, a formyl and a nitro; and

A is selected from O, CH_2, CF_2, and S.

100. The compound of claim 99, wherein:

R^1 is H or halogen;

R^2 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more fluorines, a C_1-C_2 alkoxy optionally substituted with one or more fluorines, a C_1-C_2 thioalkyl optionally substituted with one or more fluorines, and a $NR^{11}R^{12}$;

R^3 is selected from H, a halogen, a C_1-C_2 alkyl optionally substituted with one or more halogens, a C_1-C_2 alkoxy optionally substituted with one or more halogens, a C_1-C_2 thioalkyl optionally substituted with one or more halogens, and a $NR^{13}R^{14}$;

R^4 is H or a halogen;

R^5 is CH_2OH, COOH or a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H and F; or $R^{5'}$ and $R^{5''}$ together form an O or S; and

101. The compound of claim 100, wherein:

A is O or CH_2.

102. The compound of claim 100, wherein:

A is CF_2 or S.

103. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 99.

104. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 100.

105. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 101.

106. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 102.

107. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 99.

108. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 100.

109. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 101.

110. A method of treating a patient comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 102.

111. The method according to any one of claims 107-110, wherein said method comprises treating said patient for a disease or condition selected from the group consisting of: syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia.

112. A compound selected from the group consisting of;

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl]benzoyl benzoic acid (Compound 103);

4-[5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-1-hydroxy-2-naphthalenyl]benzoyl benzoic acid (Compound 104);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(1,1,1-trifluoroethoxy)-2-naphthalenyl]benzoyl benzoic acid (Compound 105);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-propoxy-2-naphthalenyl]benzoyl benzoic acid (Compound 106);

4-[5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-4-nitro-2-naphthalenyl]benzoyl benzoic acid (Compound 108);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-4-nitro-2-naphthalenyl]benzoyl benzoic acid (Compound 109);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2,2-difluoroethoxy)-4-nitro-2-naphthalenyl]benzoyl benzoic acid (Compound 110);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methoxy-2-naphthalenyl)methyl]benzoic acid (Compound 117);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-*iso*-propoxy-2-naphthalenyl)methyl]benzoic acid (Compound 118);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)methyl]benzoic acid (Compound 119);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(1,1,1-trifuoroethoxy)-2-naphthalenyl)methyl]benzoic acid (Compound 120);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-propoxy-2-naphthalenyl)methyl]benzoic acid (Compound 121);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-butoxy-2-naphthalenyl)methyl]benzoic acid (Compound 122);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-heptoxy-2-naphthalenyl)methyl]benzoic acid (Compound 123);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-*p*-tolenesulfonamido-2-naphthalenyl) methyl]benzoic acid (Compound 124);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-ethylamino-2-naphthalenyl)methyl]benzoic acid (Compound 125);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-propylamino-2-naphthalenyl)methyl] benzoic acid (Compound 126);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2-fluorophenyl)-2-naphthalenyl]benzoyl benzoic acid (Compound 128);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-phenyl-2-naphthalenyl]benzoyl benzoic acid (Compound 129);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(3-thienyl)-2-naphthalenyl]benzoyl benzoic acid (Compound 130);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(4-fluorophenyl)-2-naphthalenyl]benzoyl benzoic acid (Compound 131);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(3-nitrophenyl)-2-naphthalenyl]benzoyl benzoic acid (Compound 132);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(*N*-methyl-*N*-ethylamino)-2-naphthalenyl]benzoyl benzoic acid (Compound 134);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2-fluorophenyl)-4-nitro-2-naphthalenyl]benzoyl benzoic acid (Compound 136);

4-[(5,6,7,8-tetrahydro-3,8,8-trimethyl-4-nitro-2-naphthalenyl)benzoyl] benzoic acid (Compound 137);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-1-fluoro-3-ethoxy-2-naphthalenyl]benzoyl benzoic acid (Compound 141);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-1-fluoro-3-ethoxy-4-nitro-2-naphthalenyl] benzoyl benzoic acid (Compound 142);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl]benzoyl-3-chloro-benzoic acid (Compound 144);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-tetramethyl-2-naphthalenyl)(2-fluorobenzyloxy) methyl] benzoic acid (Compound 149);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorobenzyloxy) methyl]benzoic acid (Compound 150);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(2-thifluoromethoxy benzyloxy) methyl]benzoic acid (Compound 151);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-tetramethyl-2-naphthalenyl)(2,3-difluorobenzyloxy) methyl] benzoic acid (Compound 152);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-tetramethyl-2-naphthalenyl)(4-trifluoromethyl benzyloxy) methyl] benzoic acid (Compound 153);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluoromethoxy benzyloxy) methyl] benzoic acid (Compound 154);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluorothiomethoxy benzyloxy) methyl] benzoic acid (Compound 155);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(2,3-difluoro benzyloxy) methyl]benzoic acid (Compound 156);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(4-fluoro benzyloxy)methyl] benzoic acid (Compound 157);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(2-fluorobenzyloxy)methyl] benzoic acid (Compound 158);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl) (benzyloxy)methyl]benzoic acid (Compound 159);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl) (butyloxy)methyl]benzoic acid (Compound 160);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(phenylacetamido) methyl] benzoic acid (Compound 162);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(3-fluorobenzylamino) methyl] benzoic acid (Compound 163);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorobenzylamino) methyl] benzoic acid (Compound 164);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(benzylamino) methyl] benzoic acid (Compound 165);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluoromethyl phenoxy)methyl]benzoic acid (Compound 166);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-*tert*-butylbenzylthio)methyl] benzoic acid (Compound 167);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorophenyloxy)methyl]benzoic acid (Compound 168);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-*tert*-butylphenyloxy) methyl]benzoic acid (Compound 169);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-phenylphenyloxy) methyl]benzoic acid (Compound 170);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-phenoxy) methyl]benzoic acid (Compound 171);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(4-*tert*-butylbenzylthio) methyl]benzoic acid (Compound 172);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-2-naphthalenyl)]benzoic acid (Compound 173);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)] benzoic acid (Compound 174);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)]benzoic acid (Compound 175);

4-[(Pyridine-2-hydrazonyl)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoyl benzoic acid (Compound 176);

4-[(2,4-difluorophenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)]benzoic acid (Compound 177);

4-[(2,5-difluorophenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)]benzoic acid (Compound 178);

4-[(2,5-dimethylphenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)]benzoic acid (Compound 179);

4-[(2-fluorophenylhydrazino)(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)]benzoic acid (Compound 180);

4-[(phenylimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)] benzoic acid (Compound 183);

4-[(4,4,4-trifluorobutoximino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoic acid (Compound 184);

4-[(ethoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 185);

4-[(propoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy -2-naphthalenyl)]benzoic acid (Compound 186);

4-[(butoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoic acid (Compound 187);

4-[(pentoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoic acid (Compound 188);

4-[(hexyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoic acid (Compound 189);

4-[(3-methyl-butoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 190);

4-[(decyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoic acid (Compound 191);

4-[(2,3-difluorobenzyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 192);

6-(2,3-dihydro-4,4-dimethyl-7-ethoxybenzopyranyl)benzoyl benzoic acid (Compound 201);

6-[(2,3-dihydro-4,4-dimethyl-7-ethoxy-benzothiopyranyl)]benzoyl benzoic acid (Compound 202);

6-(2,3-dihydro-4,4,7-trimethyl-8nitro-benzopyranyl)benzoyl benzoic acid (Compound 203);

7-[1,4,4-trimethyl-5-methyl-6-methoxy1,2,3,4-tetrahydroquinoline]benzoyl benzoic acid (Compound 212);

7-[1,4,4-trimethyl-5-methyl-6-ethoxy1,2,3,4-tetrahydroquinoline]benzoyl benzoic acid (Compound 213);

4-[(5,6,7,8-tetrahydro-3,8,8-trimethyl-2-naphthalenyl)ethenyl] benzoic acid (Compound 214);

2-Oxo-2-[4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl]phenyl]acetic acid (compound 217); and

2-Oxo-2-[4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-2-naphthalenyl]phenyl]acetic acid (compound 218);

and pharmaceutically acceptable salts, esters, amides, and prodrugs thereof.

113. A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of claim 112.

114. A method of treating a patient having a disease or condition selected from the group of syndrome X, non-insulin dependent diabetes mellitus, cancer, obesity, cardiovascular disease and dyslipidemia comprising administering to said patient a pharmaceutical agent comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a compound of claim 112.